

CERTIFIED COPY RESOLUTION

PRIVATE COMPANY LIMITED BY SHARES

**CERTIFIED WRITTEN RESOLUTION
of**

**LAMELLAR BIOMEDICAL LIMITED
(the "Company")**

(Registered Number SC312123)

The undernoted resolutions were duly passed as Special and Ordinary Resolutions of the Company by Written Resolution of the sole member of the Company on 21 June 2010, viz:-

ORDINARY RESOLUTIONS

1. Section 551 authority for private company – Investment

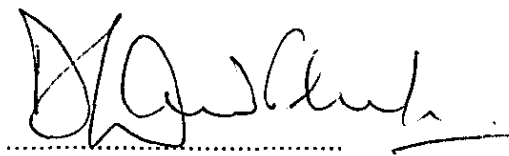
"That, in accordance with section 551 of the Act, the Directors be generally and unconditionally authorised to allot shares in the Company or grant rights to subscribe for or to convert any security, such a warrants, into shares in the Company on such terms and conditions as they may in their discretion think fit subject always to the following conditions: the directors shall be authorised to allot and issue up to 8,334 A Ordinary Shares of £0.01 each at a price per share of £60. The authority set out above shall expire, unless sooner revoked or altered by the Company in general meeting, on 1 January 2014. This authority does not supersede any prior authorities given under section 80 of the Companies Act 1985 or section 551 of the Act"

SPECIAL RESOLUTIONS

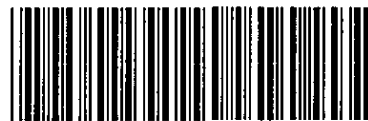
2. Disapplication of pre-emption rights

"THAT, subject to the passing of the resolution 1 and in accordance with section 570 of the Act, the Directors be generally empowered to allot equity securities (as defined in section 560 of the Act, as amended) pursuant to the authority conferred by resolution 1, as if section 561(1) of the Act did not apply to any such allotment."

CERTIFIED A TRUE COPY


Duncan Lawrence, Director
30 June 2010

WEDNESDAY



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COMPANIES HOUSE